

McCARTER & ENGLISH, LLP

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Attorneys for Brownfield Partners, LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	
	:	
MOTORS LIQUIDATION COMPANY, et al.,	:	Chapter 11
f/k/a General Motors Corp., et al.	:	
	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**RESPONSE TO FEE EXAMINER’S REPORT AND
STATEMENT OF LIMITED OBJECTION TO FIRST AND SECOND
INTERIM FEE APPLICATIONS OF BROWNFIELD PARTNERS, LLC**

Brownfield Partners, LLC (“Brownfield”), by and through its undersigned counsel, hereby files this response to the Fee Examiner’s Report and Statement of Limited Objection to First and Second Interim Fee Applications of Brownfield Partners, LLC [Docket No. 6084] (the “Fee Examiner’s Report”) and in support thereof states as follows:

1. Since its retention, Brownfield has worked diligently to provide the Debtors with its specialized services and expertise in providing environmental consulting services to the Debtors with regard to the numerous Debtor sites across the nation.
2. Brownfield has had the opportunity to review the Fee Examiner’s Report and has provided numerous submissions to counsel for the Fee Examiner.

3. In addition, Brownfield and its counsel have conducted numerous discussions with counsel for the Fee Examiner with regard to all issues of concern raised by the Fee Examiner.

4. While all services rendered by Brownfield have benefited the Debtors' estates, Brownfield has agreed to make all reductions set forth in the Fee Examiner's Report and has no objection thereto.

WHEREFORE, Brownfield respectfully request that this Court enter an Order granting the (i) First Interim Fee Application of Brownfield Partners, LLC (docket No. 4457) for professional fees in the amount of \$212,525.75 and expenses in the amount of \$14,768.99; and (ii) Second Interim Fee Application of Brownfield Partners, LLC (docket No. 5291] for professional fees in the amount of \$371,967.65 and expenses in the amount of \$24,848.70.

Dated: June 28, 2010

McCARTER & ENGLISH, LLP

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